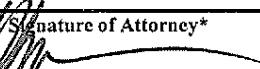


UNITED STATES BANKRUPTCY COURT Northern District of Texas		VOLUNTARY PETITION											
Name of Debtor (if individual, enter Last, First, Middle): BroadStar Wind Systems Group LLC		Name of Joint Debtor (Spouse) (Last, First, Middle): N/A											
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): N/A		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A											
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): EIN No. 80-0342489		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): N/A											
Street Address of Debtor (No. and Street, City, and State): 1323 North Stemmons Freeway Dallas, Texas		Street Address of Joint Debtor (No. and Street, City, and State): N/A											
		ZIP CODE 75207											
		ZIP CODE N/A											
County of Residence or of the Principal Place of Business: Dallas County, Texas		County of Residence or of the Principal Place of Business: N/A											
Mailing Address of Debtor (if different from street address): N/A		Mailing Address of Joint Debtor (if different from street address): N/A											
		ZIP CODE N/A											
Location of Principal Assets of Business Debtor (if different from street address above): N/A		ZIP CODE N/A											
Type of Debtor (Form of Organization) (Check one box.)		Nature of Business (Check one box.)											
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other											
		Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).											
		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 11 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <input type="checkbox"/> Chapter 13											
		Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.											
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).											
		Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>).											
		Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).											
Statistical/Administrative Information													
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.													
THIS SPACE IS FOR COURT USE ONLY													
Estimated Number of Creditors <table border="1"> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>				<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000
<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000				
Estimated Assets <table border="1"> <tr> <td><input checked="" type="checkbox"/> \$0 to \$50,001 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input checked="" type="checkbox"/> \$0 to \$50,001 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
<input checked="" type="checkbox"/> \$0 to \$50,001 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion				
Estimated Liabilities <table border="1"> <tr> <td><input type="checkbox"/> \$0 to \$50,001 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input type="checkbox"/> \$0 to \$50,001 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
<input type="checkbox"/> \$0 to \$50,001 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion				

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): BroadStar Wind Systems Group LLC
Signatures		
Signature(s) of Debtor(s) (Individual/Joint) <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>Telephone Number (if not represented by attorney) _____</p> <p>Date _____</p>		Signature of a Foreign Representative <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
 Signature of Attorney for Debtor(s) Jason S. Brookner Printed Name of Attorney for Debtor(s) Jason S. Brookner Bar No. 24033684 Monica S. Blacker Bar. No. 00796534 Andrews Kurth LLP 1717 Main Street, Ste. 3700 Dallas, Texas 75201 Phone: (214) 659-4400 Fax: (214) 659-4401 jbrookner@akllp.com mblacker@akllp.com Date: 05/11/2010		Signature of Non-Attorney Bankruptcy Petition Preparer <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>_____ Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>

Schedule 1 – BroadStar Wind Systems Group LLC

PENDING BANKRUPTCY CASES CONCURRENTLY FILED BY AFFILIATES OF THIS DEBTOR

Broadstar Wind Systems Management LLC
Broadstar Wind Systems LP
BroadStar Developments Management LLC
BroadStar Developments LP

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: § Chapter 11

BROADSTAR WIND §
SYSTEMS GROUP LLC, § Case No. _____ - ____ -11

Debtor. §

**DECLARATION CONCERNING THE CONSOLIDATED LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

I, Roy C. King, am the Chief Executive officer of BroadStar Wind Systems Group LLC (“BWSG”), and in such capacity am familiar with the financial affairs of BWSG. I have reviewed the foregoing Consolidated List of Creditors Holding 20 Largest Unsecured Claims, and I hereby declare under penalty of perjury that the information contained therein is true and correct to the best of my knowledge, information and belief.

EXECUTED on May 11, 2010.

/s/ 
Title: Chief Executive Officer

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: § Chapter 11
 BROADSTAR WIND §
 SYSTEMS GROUP LLC, § Case No. _____ - ____-11
 Debtor. §

**CONSOLIDATED LIST OF CREDITORS HOLDING
20 LARGEST UNSECURED CLAIMS**

The above-captioned debtor and certain of its affiliates, as set forth on Schedule 1 hereto (collectively, the “Debtors”), each filed in this Court a voluntary petition for relief under chapter 11 of title 11, United States Code on May 11, 2010. The following is a list of the Debtors’ twenty (20) largest unsecured creditors on a consolidated basis, based on the Debtors’ books and records as of approximately May 6, 2010.¹ The list was prepared for filing in this chapter 11 case in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure. The list does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31), or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. The failure of the Debtors to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtors’ right to contest the validity, priority, and/or amount of any such claim.

Name of Creditor and Complete Mailing Address	Nature of Claims (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to setoff	Amount of Claim (If secured also state value of security)
Buzzwork TXS Industrial Design 11999 Plano Road, Suite 190 Dallas, TX 75243	Trade	None	\$23,000.00
Heinman Family Limited Partnership 2 Winfiled Pointe Lane St. Louis, MO 63141	Trade	None	\$21,518.84
Fabricon, Inc. 8804 Chancellor Row Dallas, TX 75247	Trade	None	\$18,258.92
Red Car Restorations, Inc. 2543 FM 1139 Rockwall, TX 75032	Trade	None	\$17,081.19

¹ The information herein shall not constitute an admission by, nor is it binding on, the Debtor.

Name of Creditor and Complete Mailing Address	Nature of Claims (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to setoff	Amount of Claim (If secured also state value of security)
Custom Trailer Solutions 160 W. Carmel Drive, Suite 281 Carmel, IN 46032	Trade	None	\$15,700.00
The Danamraj Law Group, P.C. 5910 N. Central Expressway Ste. 1450 Dallas, TX 75206	Legal	None	\$15,000.00
Met Laboratories, Inc. 914 West Patapsco Ave. Baltimore, MD 21230	Trade	None	\$14,650.00
Digital Criterion 1133 Broad Street, #710 New York, NY 10010	Trade	None	\$13,882.50
Astra, Inc. 1660 NW 65 th Ave., Ste. 1 Plantation, FL 33313	Trade	None	\$12,993.03
SolidBox 4825 Weidmar Lane #100 Austin, TX 78745	Trade	None	\$9,715.79
Invention House, LLC 414 E. Clinton Place Kirkwood, MO 63122	Trade	None	\$7,590.00
Barnum & Celillo Electric, Inc. 3900 Taylor Street Sacramento, CA 95838	Trade	None	\$7,450.00
Regional Marine Industries, Inc. 2300 Jetport Drive Orlando, FL 32809-7895	Trade	None	\$5,531.00
MSC Software Corporation P.O. Box 409734 Atlanta, GA 30384	Trade	None	\$4,432.84
Ahern Rentals 4241 Arville Street Las Vegas, NV 89103	Trade	None	\$3,593.00
Green Mountain Energy P.O. Box 65001 Dallas, TX 75265-0001	Trade	None	\$3,031.64
Apollo Staffing, Inc. P.O. Box 1103 Social Circle, GA 30029	Trade	None	\$2,920.00
Atlas Machine and Welding Services Inc. 860 S. Broadway Street Joshua, TX 76058	Trade	None	\$2,415.00

Name of Creditor and Complete Mailing Address	Nature of Claims (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to setoff	Amount of Claim (If secured also state value of security)
Roy C. King 487 Fairfield Beach Road Fairfield, CT 06824	Trade	None	\$2,102.78
High Profile, Inc. 4841 LBJ Freeway, Ste 500 Dallas, TX 75244	Trade	None	\$1,600.00
Gardere Wynn Sewell LLP 3000 Thanksgiving Tower 1601 Elm Street Dallas, TX 75201	Legal	None	\$1,551.82

SCHEDULE 1

OTHER AFFILIATES WITH CASES PENDING IN THIS DISTRICT

The following affiliated debtors simultaneously have filed voluntary chapter 11 petitions in this Court. Contemporaneously with the filing of these petitions, such entities filed a motion requesting that their chapter 11 cases be jointly administered with the Chapter 11 case BroadStar Wind Systems Group LLC.

1. Broadstar Wind Systems Management LLC
2. Broadstar Wind Systems LP
3. BroadStar Developments Management LLC
4. BroadStar Developments LP